

(Attorney list on signature page)

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

IN RE Bank of America Corp. Auction Rate

MDL No. 09-2014 this paper relates to:

Securities Marketing Litigation:

RICHARD S. BONDAR, as Trustee of the
Bondar Family Trust Dated 4/1/91, Individually
and on Behalf of All Others Similarly Situated,

Case No. C08-02599 JSW

Plaintiff,

**STIPULATION AND ~~PROPOSED~~
ORDER GRANTING LEAVE TO
EXCEED PAGE LIMITS
ESTABLISHED BY THE COURT'S
CIVIL STANDING ORDERS**

v.

BANK OF AMERICA CORPORATION, BANC
OF AMERICA INVESTMENT SERVICES,
INC., and BANC OF AMERICA SECURITIES
LLC,

Judge: Jeffrey S. White

Defendants.

The parties hereto, Lead Plaintiffs the Charles T. Sitrin Network of Homes & Services, Inc. and the Charles T. Sitrin Healthcare Center, Inc.; Alan Wofsy, Myrtle Street Flats LLC dba Sunrise Properties, and Emeric-Goodman Associates LLC; and Dennis J. Pitocco (collectively "Lead Plaintiffs"), and Defendants Bank of America Corporation, Banc of America Investment Services, Inc., and Banc of America Securities LLC (collectively "Defendants"), by and through their respective counsel of record, hereby stipulate as follows:

WHEREAS, under this Court's December 16, 2008 Order, (i) Lead Plaintiffs filed a First Amended Complaint ("FAC") on January 22, 2009; (ii) Defendants shall move to dismiss the FAC by March 13, 2009; (iii) Lead Plaintiffs shall file any opposition to Defendants' motion to dismiss by May 7, 2009; and (iv) Defendants shall file any reply in support of the motion to dismiss by May 28, 2009;

WHEREAS, the FAC asserts federal securities-fraud claims related to auction-rate securities ("ARS"), financial instruments that pay interest at rates set at periodic auctions;

WHEREAS, the FAC alleges that Defendants engaged in a comprehensive scheme to defraud purchasers of ARS by manipulating the market for ARS and misrepresenting and failing

to disclose material facts to purchasers of ARS in violation of Section 10(b) of the Securities Exchange Act of 1934 and Rules 10b-5(a), (b) and (c) promulgated thereto;

WHEREAS, in light of the FAC's scope and complexity, Defendants request a modest increase in the page limits imposed by this Court's Civil Standing Orders for Defendants' motion to dismiss;

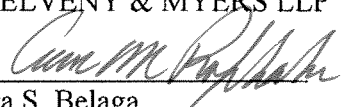
WHEREAS, Lead Plaintiffs do not object to Defendants' request for additional pages for their brief in support of their motion to dismiss, provided that Lead Plaintiffs are allowed an equal number of pages for their brief in opposition to the motion to dismiss;

IT IS THEREFORE STIPULATED AND AGREED, by and between Lead Plaintiffs and Defendants, acting through their respective counsel, subject to this Court's approval, as follows:

1. Defendants' memorandum of law in support of their motion to dismiss shall not exceed 25 pages; and
2. Lead Plaintiffs' memorandum of law in opposition to Defendants' motion to dismiss shall not exceed 25 pages.

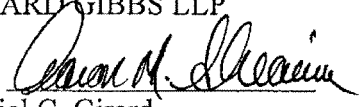
Dated: March 6, 2009

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Lead Counsel for the Class

PROPOSED ORDER

Having reviewed the above stipulation, **IT IS HEREBY ORDERED** that the page limits for the motion-to-dismiss briefing in this matter shall be:

Defendants' motion to dismiss: 25 pages

Lead Plaintiffs' opposition to Defendants' motion to dismiss: 25 pages

PURSUANT TO THE STIPULATION, IT IS SO ORDERED.

Date: March 9, 2009.


 The Honorable Jeffrey S. White
 United States District Judge

Although the Court is granting this stipulation, in light of the upcoming deadline to file a responsive pleading, the Court notes that this matter is now part of *In re Bank of America Corporation Auction Rate Securities Marketing Litigation*, MDL-09-2014-JSW. In the future, counsel *shall* file their papers under that case number, and if the paper relates to all actions, the docket number shall be followed only by the notation ALL CASES. In the papers does not relate to all of the actions, the MDL docket number shall be filed by the individual cases to which the papers relate.

Further, if as a result of the transfer order, the parties need to revisit this briefing schedule, they shall consult with all other parties to the MDL proceedings.